

Margaret M. Fox

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May 19, 2014

Ms. Jocelyn Boyd
Chief Clerk and Administrator
Public Service Commission of South Carolina
Synergy Business Park, The Saluda Building
101 Executive Center Drive
Columbia, South Carolina 29210

Re: Application of Airespring, Inc. for a Certificate of Public Convenience
and Necessity to Provide Resold and Facilities-Based Local Exchange
Service
Docket No: 2014-144-C

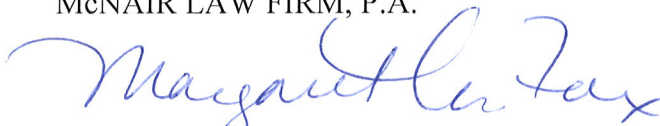
Dear Ms. Boyd:

Please find enclosed for filing on behalf of the South Carolina Telephone Coalition (the "Coalition"), an executed Stipulation between the Coalition and the Applicant in the above-referenced docket. By copy of this letter and Certificate of Service all parties of record will receive a copy of this Stipulation via the U. S. Postal Service.

Thank you for your assistance.

Very truly yours,

McNAIR LAW FIRM, P.A.



Margaret M. Fox

MMF:rwm
Enclosure

cc: Parties of Record

McNAIR LAW FIRM, P.A.
1221 Main Street
Suite 1600
Columbia, SC 29201

Mailing Address
Post Office Box 11390
Columbia, SC 29211

mcnair.net

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA

Docket No. 2014-144-C

Re: Application of Airespring, Inc. for a Certificate)
of Public Convenience and Necessity to)
Provide Resold and Facilities Based Local)
Exchange Service)
_____)

STIPULATION

The South Carolina Telephone Coalition ("SCTC") (see attachment "A" for list of companies) and Airespring, Inc. ("Airespring") hereby enter into the following stipulations. As a consequence of these stipulations and conditions, SCTC does not oppose Airespring's Application. SCTC and Airespring stipulate and agree as follows:

1. SCTC does not oppose the granting of a statewide Certificate of Public Convenience and Necessity to Airespring, provided the South Carolina Public Service Commission ("Commission") makes the necessary findings to justify granting of such a certificate, and provided the conditions contained within this stipulation are met.

2. Airespring stipulates and agrees that any Certificate which may be granted will authorize Airespring to provide service only to customers located in non-rural local exchange company ("LEC") service areas of South Carolina, except as provided herein.

3. Airespring stipulates that it is not asking the Commission to make a finding at this time regarding whether competition is in the public interest for rural areas.

4. Airespring stipulates and agrees that it will not provide any local service, by its own facilities or otherwise, to any customer located in a rural incumbent LEC's service area, unless and until Airespring provides such rural incumbent LEC and the Commission with written notice of its intent to do so at least thirty (30) days prior to the date of the intended service. During such notice

period, the rural incumbent LEC will have the opportunity to petition the Commission to exercise all rights afforded it under Federal and State law. Also, Airespring acknowledges that the Commission may suspend the intended date for service in rural LEC territory for ninety (90) days while the Commission conducts any proceeding incident to the Petition or upon the Commission's own Motion, provided that the Commission can further suspend the implementation date upon showing of good cause.

5. Airespring stipulates and agrees that, if Airespring gives notice that it intends to serve a customer located in a rural incumbent LEC's service area, and either (a) the Commission receives a Petition from the rural incumbent LEC to exercise its rights under Federal or State law within such 30-day period, or (b) the Commission institutes a proceeding of its own, then Airespring will not provide service to any customer located within the service area in question without prior and further Commission approval.

6. Airespring acknowledges that any right which it may have or acquire to serve a rural telephone company service area in South Carolina is subject to the conditions contained herein, and to any future policies, procedures, and guidelines relevant to such proposed service which the Commission may implement, so long as such policies, procedures, and guidelines do not conflict with Federal or State law.

7. The parties stipulate and agree that all rights under Federal and State law are reserved to the rural incumbent LECs and Airespring, and this Stipulation in no way suspends or adversely affects such rights, including any exemptions, suspensions, or modifications to which they may be entitled.

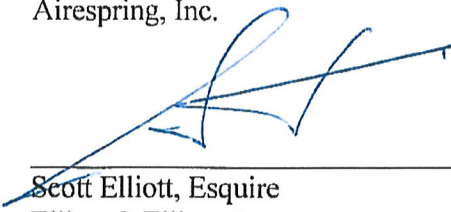
8. Airespring agrees to abide by all State and Federal laws and to participate, to the extent it may be required to do so by the Commission, in the support of universally available telephone service at affordable rates.

9. Airespring hereby amends its application and its prefiled testimony in this docket to

the extent necessary to conform with this Stipulation.

AGREED AND STIPULATED to this 16th day of May,
2014.

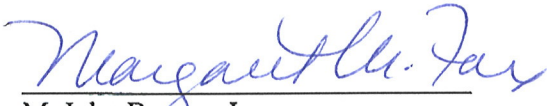
Airespring, Inc.



Scott Elliott, Esquire
Elliott & Elliott, P. A.
1508 Lady Street
Columbia, South Carolina 29201

Attorney for Applicant Airespring,
Inc.

South Carolina Telephone Coalition:



M. John Bowen, Jr.
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Attorneys for the South Carolina Telephone
Coalition

ATTACHMENT A

South Carolina Telephone Coalition Member Companies for Purposes of Local Service Stipulation

Chesnee Telephone Company

Chester Telephone Company d/b/a TruVista

Farmers Telephone Cooperative, Inc.

Ft. Mill Telephone Company d/b/a Comporium

Home Telephone ILEC, LLC d/b/a Home Telecom

Lancaster Telephone Company d/b/a Comporium

Lockhart Telephone Company d/b/a TruVista

McClellanville Telephone Company

Norway Telephone Company

Palmetto Rural Telephone Cooperative, Inc.

Piedmont Rural Telephone Cooperative, Inc.

PBT Telecom d/b/a Comporium

Ridgeway Telephone Company d/b/a TruVista

Rock Hill Telephone Company d/b/a Comporium

Sandhill Telephone Cooperative, Inc.

St. Stephen Telephone Company

West Carolina Rural Telephone Cooperative, Inc.

Williston Telephone Company

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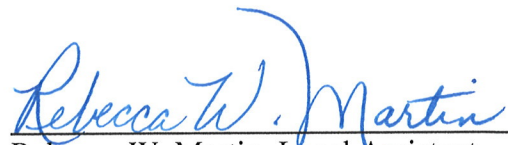
**CERTIFICATE
OF SERVICE**

I, Rebecca W. Martin, do hereby certify that I have this date served one (1) copy of the foregoing Stipulation upon the following parties of record by causing said copy to be deposited with the United States Postal Service, first class postage prepaid and affixed thereto, and addressed as follows:

Scott Elliott, Esquire
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1508 Lady Street
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Lance J. M. Steinhart, Esquire
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May 19, 2014

Columbia, South Carolina